

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	: <b>Chapter 11</b>
	:
<b>SEARS HOLDINGS CORPORATION, et al.,</b>	: <b>Case No. 18-23538 (RDD)</b>
	:
<b>Debtors.<sup>1</sup></b>	: <b>(Jointly Administered)</b>
	: <b>(ECF No. 10242)</b>
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**AMENDED ORDER GRANTING DEBTORS' FORTY-FOURTH  
OMNIBUS OBJECTION TO PROOFS OF CLAIM (DISALLOW)**

Upon the *Debtors' Forty-Fourth Omnibus Objection to Proofs of Claim (Disallow)*, filed January 19, 2021 (the "**Objection**"),<sup>2</sup> of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases, pursuant to sections 502 and 507 of title 11 of the United States Code, and Rule 3007 of the Federal Rules of Bankruptcy Procedure, seeking an order disallowing in whole or in part, as the case may be, the Claims as more fully set forth in the Objection; and a certificate of no objection having been filed after due notice, the Court having granted the Objection in an Order dated February 11, 2022 [Dkt. No. 10309] (the "**Prior Order**"); and counsel for the Debtors having informed the Court that Exhibit A to the Prior Order listed three claims for partial disallowance that were not the subject of the Objection (Claim Nos. 20016, 8695, 7744, of the

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 1700 Broadway, 19<sup>th</sup> Floor, New York, New York 10019.

<sup>2</sup> Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

Pennsylvania Department of Revenue, the Nevada Department of Taxation, and the Wisconsin Department of Revenue, respectively) and that Exhibit B to the Prior Order listed a claim for disallowance (Claim No. 26339 of the Collin County Tax Assessor/Collector) although the Debtors had withdrawn their objection to that claim, and the following claims of Watkins II, Conyus A that were not the subject of the Objection: Claim Nos. 26525 through 26528; and there being good and sufficient cause under Fed. R. Bankr. P. 9023 to modify the Prior Order to correct the foregoing errors; and the Court having jurisdiction to consider such request in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.), as a core proceeding under 28 U.S.C. § 157(b); and no additional notice or a hearing being required; now, therefore,

**IT IS HEREBY ORDERED THAT**

1. The Prior Order is amended under Fed. R. Bankr. P. 9023 as set forth herein.
2. Pursuant to sections 502 and 507 of the Bankruptcy Code and Bankruptcy Rule 3007, the Claims listed on Exhibit A are disallowed and expunged to the extent set forth on Exhibit A and the Claims listed on Exhibit B are disallowed and expunged in their entirety.
3. This Order shall not be deemed to waive, impair, release, or effect on any claims, causes of action the Debtors may hold against the Claimants, including but not limited to, claims under chapter 5 of the Bankruptcy Code, and all claims and causes of action against such Claimants shall be expressly preserved.
4. The Debtors' rights are fully reserved to object to any remaining amounts of the Claims listed on Exhibit A.
5. The Debtors, the Debtors' claims and noticing agent, Prime Clerk, and the Clerk of the Court are authorized to take all actions necessary or appropriate to give effect to this Order.
6. This Order is deemed to be a separate order with respect to each Claim covered hereby

7. The terms and conditions of this Order are effective immediately upon entry.

Dated: June 7, 2022  
White Plains, New York

*/s/Robert D. Drain*

HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit A**

**Disallowed and Expunged Claims (in part)**

**Exhibit B**

**Disallowed and Expunged Claims (entire claim)**